

# SEATTLE-FIRST NATIONAL BANK

SPECIAL CREDITS DIVISION

March 30, 1984

Interstate Commerce Commission  
12 Constitution Avenue N.W.  
Washington, D.C. 20423  
Attention: Ms. Mildred Lee  
Room 2303

REGISTRATION NO. 8168-F  
APR 25 1984 - 3 20 PM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Lee:

Enclosed is a document for recordation pursuant to the requirements of 49CFR, part 1116. The document for recordation is an Assignment and Security Agreement dated January 15, 1982 by and between Schoenfeld Investment Corporation (the debtor) and Seattle-First National Bank (secured party) originally recorded on February 11, 1982 with recordation number 8168-D.

Seattle-First National Bank is assigning its interest to Regent Investment Corporation with Regent Investment Corporation becoming the secured party of record.

The addresses of the parties are as follows:

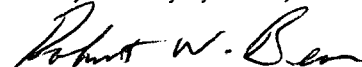
Schoenfeld Investment Corporation  
1100 Poplar Place South  
Seattle, Washington 98144

Seattle-First National Bank  
Special Credits Division  
P. O. Box 3977  
Seattle, Washington 98124

Regent Investment Corporation  
Christopher Regalia  
c/o British Motor Car Distributors, Ltd.  
901 Van Ness Avenue  
San Francisco, California 94109

Enclosed is the original recorded copy, a certified copy, and a check in the amount of \$20.00 for the recordation fee, all in compliance with the instructions received from your office on March 26, 1984. Please return the original documents to the assignee.

Very truly yours,

  
Robert W. Bean  
Vice President

RWB:rek  
Enclosures

APR 25 1984 :3 20 PM

## ASSIGNMENT

INTERSTATE COMMERCE COMMISSION

Pursuant to that certain Purchase Agreement dated October 4, 1983 by and between SEATTLE-FIRST NATIONAL BANK, a national banking association ("S-FNB"), and REGENT INVESTMENT CORPORATION, a Nevada corporation ("RIC"), S-FNB, for valuable consideration the receipt of which is hereby acknowledged, does hereby sell, assign, transfer and set over unto RIC, all of S-FNB's right, title and interest in, to and under that certain Assignment and Security Agreement dated as of January 15, 1982, between Schoenfeld Investment Corporation ("SIC") and S-FNB, which was recorded with the Interstate Commerce Commission ("ICC") on February 11, 1982 (ICC Recordation No. 8168-D), whereby SIC assigned to S-FNB all of its right, title and interest as lessor under a lease agreement with Chicago, Milwaukee, St. Paul and Pacific Railroad Company (Lessee) and to all of SIC's right, title and interest in and to railroad cars identified in Schedule A to the Assignment and Security Agreement.

Dated this 5th day of March, 1984.

SEATTLE-FIRST NATIONAL BANK

By

Its

Robert W. Ben  
VICE PRESIDENT

This is a certified copy of the original signed document.  
April 20, 1984  
Sandra McLaughlin  
Notary Public for the  
State of Washington

CERTIFICATE OF NOTARY PUBLIC

The undersigned, Elizabeth A. Galloway,  
a Notary Public in and for the County of Hamilton, State of  
Ohio, hereby certifies that the copy of the Assignment of  
Lease dated December 30, 1987 attached hereto has been  
carefully compared with the original and is complete and  
identical in all respects to the original document.

Elizabeth A. Galloway  
Notary Public

ELIZABETH A. GALLOWAY, Attorney at Law  
NOTARY PUBLIC - STATE OF OHIO  
My Commission has no expiration  
Date, Section 147.03 O.R.C.

TUCKMAN, SUSSMAN, ROSE & KALISH

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

SUITE 3180

BANK OF AMERICA CENTER

555 CALIFORNIA STREET

SAN FRANCISCO, CALIFORNIA 94104

(415) 956-5400

CABLE CHARWARD

TELEX 296129 TSRK SFO

TELECOPIER (415) 392-1800

April 23, 1984

RECORDATION NO.

8168-F

FILED 1425

APR 25 1984 -3 20 PM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Interstate Commerce Commission  
12 Constitution Avenue, N. W.  
Room 2303  
Washington, D. C. 20423

Re: ICC Recordation No. 8168-D

Dear Ms. Lee:

Pursuant to my telephone conversation with you on April 16, 1984, enclosed herewith for recording with the Interstate Commerce Commission ("ICC") please find an original and a certified copy of an ASSIGNMENT of interest in and to certain collateral signed by Seattle-First National Bank. The Assignment and Security Agreement (dated January 15, 1982), referred to in the ASSIGNMENT, was recorded with the ICC on February 11, 1982 and is identified by ICC Recordation Number 8168-D.

After the ASSIGNMENT has been recorded, would you return the original copy to us on behalf of Regent Investment Corporation (the assignee).

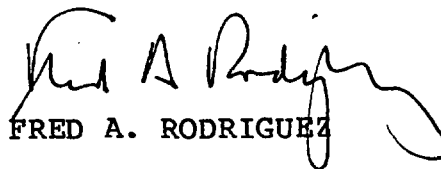
Please note that payment of the ICC recordation fee (\$20.00) was mailed to you under cover of our April 12th letter (copy enclosed).

Thank you for your assistance.

Very truly yours,

TUCKMAN, SUSSMAN, ROSE & KALISH

By

  
FRED A. RODRIGUEZ

FAR:az

Enclosures

cc: Jordan P. Rose, Esq.

Interstate Commerce Commission

Washington, D.C. 20423

OFFICE OF THE SECRETARY

4/25/84

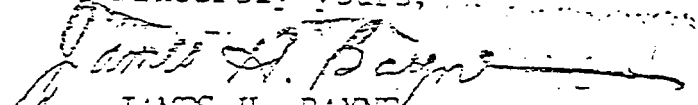
Fred A Rodriguez  
Tuckman, Sussman, Rose & Kalish  
Suite 3180, Bank Of America Center  
555 Calif. St.  
San Francisco, Calif. 94104

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 4/25/84 at 3:20pm and assigned re-recording number(s).

8168-F

Sincerely yours,



JAMES H. BAYNE

Secretary

Enclosure(s)

SE-30  
(7/79)

TUCKMAN, SUSSMAN, ROSE & KALISH

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

SUITE 3180

BANK OF AMERICA CENTER,

555 CALIFORNIA STREET

SAN FRANCISCO, CALIFORNIA 94104

(415) 956-5400

CABLE CHARWARD

TELEX 296129 TSRK SFO  
TELECOPIER (415) 392-1800

April 12, 1984

RECORDATION NO. *8168-F*

File 1425

APR 25 1984 3 20 PM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Interstate Commerce Commission  
12 Constitution Avenue, N. W.  
Room 2303  
Washington, D. C. 20423

Re: ICC Recordation No. 8168-D

Dear Ms. Lee:

Enclosed is a letter, along with the enclosures referred to therein, from Seattle-First National Bank ("S-FNB") addressed to you setting forth that S-FNB is assigning its interest in the document identified above to Regent Investment Corporation ("RIC"). Our law firm is counsel to RIC and we therefore request that the original document with the new ICC recordation stamp on it be returned to us on behalf of RIC.

Thank you for your assistance.

Very truly yours,

TUCKMAN, SUSSMAN, ROSE & KALISH

By 

FRED A. RODRIGUEZ

FAR:az

Enclosures

cc: Jordan P. Rose, Esq.